

STATE OF MINNESOTA  
OFFICE OF ADMINISTRATIVE HEARINGS  
FOR THE PUBLIC UTILITIES COMMISSION

In the Matter of the Joint Petition for Approval  
of Indirect Transfer of Control of Qwest  
Operating Companies to CenturyLink

**SECOND PREHEARING ORDER**

TO: All Persons on the Attached Service List

**Motion for Admission Pro Hac Vice**

1. On August 4, 2010, Michael J. Ahern, counsel for CenturyLink, filed a Motion for Admission of Susan S. Masterton Pro Hac Vice. No objections to this Motion have been filed.

**Parties and Petitions for Intervention**

2. As of the date of the First Prehearing Conference held in this matter on July 7, 2010, the parties to this proceeding were Qwest; CenturyLink; the Department of Commerce; Integra Telecom of Minnesota, Inc.; Velocity Telephone, Inc.; the Communication Workers of America; Cbeyond Communications; T-Mobile; Sprint Communications; Verizon; Charter Fiberlink CCO; 360networks (USA) inc.; McLeodUSA Telecommunications Services, Inc., d/b/a PAETEC Business Services; OrbitCom, Inc.; TDS Metrocom; POPP.com, Inc.; tw telecom of minnesota, llc; and DIECA Communications, Inc., d/b/a Covad Communications Company.

3. On July 15, 2010, Verizon filed a Withdrawal and Dismissal of its intervention and asked that it be removed from the service list in this docket. That request was granted. Therefore, Verizon is no longer a party to this proceeding.

4. After the First Prehearing Order was issued on July 16, 2010, and before the July 29, 2010, deadline for intervention petitions set in that Order, the following entities filed Petitions for Intervention:

- Level 3 Communications, LLC (petition filed July 21, 2010);
- Crystal Communications, Inc. d/b/a HickoryTech ("HickoryTech") and Enventis Telecom, Inc., and CP Telecom Inc. d/b/a Enventis ("Enventis") (petition filed July 23, 2010);

- the Suburban Rate Authority (petition filed July 28, 2010); and
- the Rural CLECs (composed of Ace Link Telecommunications, Inc.; C-I Communications, Inc.; Consolidated Telephone Company; Consolidated West, LLC; Farmers Mutual Telephone Company; Hometown Solutions, LLC; Hutchinson Telecommunications Company, Inc.; Mainstreet Communications, LLC; New Ulm Telecom, Inc.; Otter Tail Telecom, LLC; Paul Bunyan Rural Telephone Cooperative; and Wikstrom Telephone Company) (petition filed July 29, 2010).

5. All of the Petitions for Intervention set forth in Paragraph 4 above were filed by the July 29, 2010, deadline and thus were timely. No objections to those Petitions for Intervention were filed.

6. On August 6, 2010, as this Order was being prepared, Midcontinent Communications also filed a Petition for Intervention.

Based on all of the files and proceedings in this matter, the Administrative Law Judge makes the following:

### **ORDER**

1. The Motion for Admission of Susan S. Masterton Pro Hac Vice is hereby GRANTED.

2. The Petitions for Intervention filed by Level 3 Communications, HickoryTech, Enventis, the Suburban Rate Authority, and the Rural CLECs are hereby GRANTED and those Petitioners are admitted to this proceeding as full parties.

2. Level 3 Communications, HickoryTech, Enventis, the Suburban Rate Authority, and the Rural CLECs are bound by the terms of the First Prehearing Order and the Protective Order issued in this matter.

3. The service list in this proceeding is amended to reflect the addition of Level 3 Communications, HickoryTech, Enventis, the Suburban Rate Authority, and the Rural CLECs as parties to this proceeding.

4. Any Objections to the Petition for Intervention filed by Midcontinent Communications on August 6, 2010, shall be filed by **Thursday, August 12, 2010.**

Date: August 9, 2010

s/Barbara L. Neilson

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BARBARA L. NEILSON  
Administrative Law Judge